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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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TEMPORARY FORM D

OMBAPPROVAL

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NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

Name of Offering (check if this is an amendment and name has changed, and indicate changed)	PROCESSED
Limited Partnership Interests Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section Type of Filing: New Filing Amendment	4(6) ULOE NOV 2 8 2008
A. BASIC IDENTIFICATION DATA	IHOMSON REUIE
Enter the information requested about the issuer Name of Issuer (check if this is an amendment and name has changed, and indicate change.) Chilton Global Natural Resources Partners, L.P.	
Address of Executive Offices (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902	Telephone Number (Including Area Code) 203) 352-4000
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business	
Investing in securities.	
Type of Business Organization corporation business trust limited partnership, already formed limited partnership, to be formed	ease specify)
Month Year Actual or Estimated Date of Incorporation or Organization: 0 5 0 5 x Actual Esti Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State CN for Canada; FN for other foreign jurisdiction)	ated 08066008
GENERAL INSTRUCTIONS Note: This is a special Temporary Form D (17 CFR 239.500T) that CFR 239.500) only to issuers that file with the Commission a notice on Temporary Form D (17 Cnotice in paper format on or after September 15, 2008 but before March 16, 2009. During that per initial notice using Form D (17 CFR 239.500) but, if it does, the issuer must file amendments using comply with all the requirements of § 230.503T. Federal:	R 239.500T) or an amendment to such a od, an issuer also may file in paper format an Form D (17 CFR 239.500) and otherwise
Who Must File: All issuers making an offering of securities in reliance on an exception under Regiseq, or 15 U.S.C. 77d(6). When To File: A notice must be filed no later than 15 days after the first sale of securities in the offsecurities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the securities are securities.	fering. A notice is deemed filed with the U.S.
address after the date on which it is due, on the date it was mailed by United States registered or co Where To File: U.S. Securities and Exchange Commission, 100 F Street, N.E., Washington, D.C. 2	tified mail to that address. 549.
address after the date on which it is due, on the date it was mailed by United States registered or co	tified mail to that address. 549. anually signed. The copy not manually signed report the name of the issuer and offering,

SEC 1972 (9-08)

filing of a federal notice.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Chilton Investment Company, LLC Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer General and/or Managing Partner Full Name (Last name first, if individual) Adams, Bradley Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 Promoter Executive Officer Check Box(es) that Apply: Beneficial Owner Director General and/or Managing Partner Full Name (Last name first, if individual) Bosek, James Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Cahill, Michael T. Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Champ III, Norman B. Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Chiang, Kenneth Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 Check Box(es) that Apply: Executive Officer Promoter Beneficial Owner Director General and/or Managing Partner Full Name (Last name first, if individual) Chilton, Richard L., Jr. Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 (Use blank sheet, or copy and use additional copies of this sheet, as necessary)

A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer ✓ Director General and/or Managing Partner Full Name (Last name first, if individual) Clark, Michael W. Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 ☐ Beneficial Owner ✓ Executive Officer Check Box(es) that Apply: Promoter General and/or Managing Partner Full Name (Last name first, if individual) Curtis, Harry Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 Check Box(es) that Apply: Promoter General and/or Managing Partner Full Name (Last name first, if individual) Denny, Christopher Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 Check Box(es) that Apply: Promoter General and/or Managing Partner Full Name (Last name first, if individual) Ferguson, Colleen Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Foster, Jennifer L. Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 Check Box(es) that Apply: Promoter General and/or Managing Partner Full Name (Last name first, if individual) Goehring, Leigh Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 Promoter Check Box(es) that Apply: General and/or Managing Partner Full Name (Last name first, if individual) Heller, Francie Business or Residence Address (Number and Street, City, State, Zip Code) 1266 East Main Street, 7th Floor, Stamford, CT 06902 (Use blank sheet, or copy and use additional copies of this sheet, as necessary)

A. BASIC IDENTIFICATION	DATA
2. Enter the information requested for the following:	
• Each promoter of the issuer, if the issuer has been organized within the past five	years;
Each beneficial owner having the power to vote or dispose, or direct the vote or dis	position of, 10% or more of a class of equity securities of the issuer
Each executive officer and director of corporate issuers and of corporate general	and managing partners of partnership issuers; and
Each general and managing partner of partnership issuers.	
Check Box(es) that Apply: Promoter Beneficial Owner Executive	Officer
Full Name (Last name first, if individual)	
Henderson, James	
Business or Residence Address (Number and Street, City, State, Zip Code)	
1266 East Main Street, 7th Floor, Stamford, CT 06902	
Check Box(es) that Apply: Promoter Beneficial Owner Executive	Officer Director General and/or Managing Partner
Full Name (Last name first, if individual)	
Mallon, Patricia	
Business or Residence Address (Number and Street, City, State, Zip Code)	
1266 East Main Street, 7th Floor, Stamford, CT 06902	
Check Box(es) that Apply: Promoter Beneficial Owner Executive	Officer Director . General and/or Managing Partner
Full Name (Last name first, if individual)	
Resnansky, Kristin Business or Residence Address (Number and Street, City, State, Zip Code)	
1266 East Main Street, 7th Floor, Stamford, CT 06902	
Check Box(es) that Apply: Promoter Beneficial Owner Executive	Officer Director General and/or Managing Partner
Full Name (Last name first, if individual)	
Steinthal, James	
Business or Residence Address (Number and Street, City, State, Zip Code)	
1266 East Main Street, 7th Floor, Stamford, CT 06902	
Check Box(es) that Apply: Promoter Beneficial Owner 📝 Executive	Officer Director General and/or Managing Partner
Full Name (Last name first, if individual)	
Szemis, Daniel	
Business or Residence Address (Number and Street, City, State, Zip Code)	
1266 East Main Street, 7th Floor, Stamford, CT 06902	
Check Box(es) that Apply: Promoter Beneficial Owner Z Executive	Officer Director General and/or Managing Partner
Full Name (Last name first, if individual)	
Urdang, Elizabeth	
Business or Residence Address (Number and Street, City, State, Zip Code)	
1266 East Main Street, 7th Floor, Stamford, CT 06902	
Check Box(es) that Apply: Promoter Beneficial Owner Executive	Officer Director General and/or Managing Partner
Full Name (Last name first, if individual)	
Wainwright, Jonathan M.	
Business or Residence Address (Number and Street, City, State, Zip Code) One World Financial Center, New York, NY 10281	
(Use blank sheet, or copy and use additional copies	of this sheet, as necessary)

					В. П	NFORMAT	ION ABOU	T OFFER	ING			•	
1	Une the	icanar cold	l or does th	sa iorsiae is	ntend to ce	II to non a	coredited i	nvectore in	this offer	ina?		Yes	No
1.	 Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Answer also in Appendix, Column 2, if filing under ULOE. 						***************************************	П	\square				
2.	· · · · · · · · · · · · · · · · · · ·						***************************************	§ 1,000,000*					
	*may be waived by General Partner							Yes	No				
3.			permit join									\mathbf{Z}	
4.	commis If a pers or state:	sion or sim son to be lis s, list the na	tion request ilar remune ited is an ass ame of the b you may s	ration for s sociated pe roker or de	solicitation erson or age ealer. If me	of purchase ent of a brok ore than five	ers in conno er or deale e (5) perso	ection with r registered as to be list	sales of sec I with the S ed are asso	curities in t SEC and/or	he offering. with a state	:	
Ful	l Name (Last name	first, if ind	ividual)	_								
Bu	siness or	Residence	Address (N	umber and	d Street, C	ity, State, Z	(ip Code)						
Na	me of As	sociated Br	oker or De	aler									
Sta	tes in WI	ich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers						
	(Check	"All States	" or check	individual	States)		***************************************	************	***************************************		************	☐ Al	l States
	AL IL MT RI	AK IN NE SC	AZ IA NV SD	AR KS NH TN	CA KY NI TX	CO LA NM UT	ME NY VT	MD NC VA	DC MA ND WA	FL ML OH WV	GA MN OK WI	HI MS OR WY	MO PA PR
Ful	l Name (Last name	first, if ind	vidual)	=								
Bus	siness or	Residence	Address (1	Number an	d Street, C	City, State, 2	Zip Code)				•••		
Na	me of As	sociated Br	oker or De	aler			, <u>.</u> ,	<u>.</u>		-			
Sta	tes in Wi	nich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers						
	(Check	"All States	" or check	individual	States)			****	****************		••••	☐ Al	1 States
	AL IL MT RL	AK IN NE SC	AZ IA NV SD	AR KS NH TN	CA KY NJ TX	CO LA NM UT	CT ME NY VT	MD NC VA	DC MA ND WA	FL MI OH WY	GA MN OK WI	MS OR WY	MO PA PR
Ful	l Name (Last name	first, if indi	ividual)							•		
Bu	siness or	Residence	Address (1	Number an	d Street, C	City, State,	Zip Code)						
Nai	me of As	sociated Br	oker or De	aler				- · · · · · · · · · · · · · · · · · · ·					
Sta	tes in Wi	ich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers	<u></u>					
	(Check "All States" or check individual States)								1 States				
	AL IL MT RL	AK IN NE SC	AZ IA NV SD	AR KS NH TN	CA KY NJ TX	CO LA NM UT	CT ME NY VT	DE MD NC VA	DC MA ND WA	FL MI OH WV	GA MN OK WI	MS OR WY	ID MO PA PR

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	3	s
	Equity		
	Common Preferred		
	Convertible Securities (including warrants)	•	S
	Partnership Interests		§ 956,005,066
	Other (Specify)		
	Total		
	Answer also in Appendix, Column 3, if filing under ULOE.	<u> </u>	J
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
		Number Investors	Aggregate Dollar Amount of Purchases 956,005,066
	Accredited Investors		\$ 950,005,000
	Non-accredited Investors		\$
	Total (for filings under Rule 504 only)	 	\$
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
	Type of Offering	Type of Security	Dollar Amount Sold
	Rule 505		\$
	Regulation A		\$
	Rule 504		\$
	Total		\$
	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		s
	Printing and Engraving Costs		\$
	Legal Fees		s 138,885
	Accounting Fees	_	§ 25,000
	Engineering Fees		\$
	Sales Commissions (specify finders' fees separately)		s
	Other Expenses (identify)	_	\$
	Total	_	\$ 163,885

	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF	PROCEEDS		
	b. Enter the difference between the aggregate offering price given in response to Part C — Question I and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		\$ 999,836,115	
5 .	Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above.			
		Payments to Officers, Directors, & Affiliates	Payments to Others	
	Salaries and fees] \$		
	Purchase of real estate] s	s	
	Purchase, rental or leasing and installation of machinery and equipment	¬ s		
	Construction or leasing of plant buildings and facilities			
	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	7. \$	□ \$	
	Repayment of indebtedness	_		
	Working capital			
	Other (specify):	-		
] s		
	Column Totals] s	 ∑ \$ 999,836,115	
	Total Payments Listed (column totals added)	⊘ \$ <u>9</u> 9	99,836,115	
	D. FEDERAL SIGNATURE		·]	
ig	e issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice nature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of R	is filed under Ru sion, upon writte	ale 505, the following	
	uer (Print or Type) Signature Ilton Global Natural Resources Partners, L.P.	Date 11/12/201) %	
Na	me of Signer (Print or Type) Title of Signer (Print or Type) Managing Director & General Counsel - Funds Chilton Investment Company LLC, General Partr	, (

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

